

ROBERT S. YOUNG, JR.
LINDSAY YOUNG
ROBERT S. MARQUIS
ROBERT S. STONE
J. CHRISTOPHER KIRK
MARK K. WILLIAMS
JANIE C. PORTER
GREGORY E. ERICKSON
R. SCOTT ELMORE
TAMMY KAOUSIAS
BENET S. THEISS

MCCAMPBELL & YOUNG
A PROFESSIONAL CORPORATION
ATTORNEYS AT LAW

2021 PLAZA TOWER
POST OFFICE BOX 550
KNOXVILLE, TENNESSEE 37901-0550

(615) 637-1440
TELECOPIER (615) 546-9731

RECEIVED

FEB - 8 1993

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

H. H. McCAMPBELL, JR. (1905-1974)
F. GRAHAM BARTLETT (1920-1982)

ALSO ADMITTED IN
VIRGINIA:
ROBERT S. MARQUIS

February 5, 1993

Via UPS Next Day Air

The Honorable Donna R. Searcy, Secretary
Federal Communications Commission
1919 M Street, N.W., Room 222
Washington, D.C. 20554

Re: MM Docket No. 92-307, Panama City Beach, Florida
Sunkissed Broadcasting, Inc. (File No. BPCT-910617KE)

Dear Ms. Searcy:

Enclosed please find an original and six copies of the Integration and Diversification Statement of Sunkissed Broadcasting, Inc., applicant in the above proceeding. Also enclosed is an additional copy to be returned to us in the enclosed postage paid, self-addressed envelope after it has been date stamped by your office.

Should you or any members of your staff have questions concerning the enclosed, please contact the undersigned for clarification. Thank you for your cooperation in this matter.

Very truly yours,

MCCAMPBELL & YOUNG, P.C.

By: Robert S. Stone
Robert S. Stone

RSS/dlb
Enclosures

cc: Sunkissed Broadcasting, Inc.
Honorable Joseph P. Gonzales
Henry A. Solomon, Esq.
James Shook, Esq.

No. of Copies rec'd 046
ABCODE

RECEIVED

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

FEB - 8 1993
FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

In the Matter of)	MM Docket No. 92-307
)	
SUNKISSED BROADCASTING, INC.)	File No. BPCT-910617KE
)	
BEACH TV PROPERTIES, INC.)	File No. BPCT-910825KE
)	
For Construction Permit for)	
A New Commercial Television)	
Station on Channel 46 in)	
Panama City Beach, Florida)	

TO: Honorable Joseph P. Gonzalez
Administrative Law Judge

**INTEGRATION AND DIVERSIFICATION STATEMENT
OF SUNKISSED BROADCASTING, INC.**

Sunkissed Broadcasting, Inc. ("SBI"), applicant in the above-captioned proceeding, hereby respectfully submits its Integration and Diversification Statement, pursuant to the Presiding Officer's *Prehearing Conference Order*, FCC 93M-36, released January 26, 1993.

1. **Ownership Structure of Applicant.** SBI is a Georgia corporation with both voting and non-voting stock. The Corporation is authorized to issue one hundred (100) shares which shall be designated "Voting Shares" without par value and which shall have unlimited voting rights. Each share of the Corporation's "Voting Shares" shall have one vote on any matter requiring a vote of the Corporation's shareholders and shall be entitled to dividends when and as declared by the Board of Directors out of any funds legally available therefor, and to share equally the net assets of the Corporation upon dissolution or liquidation.

The Corporation is further authorized to issue one class of shares designated "Non-Voting Shares" without par value. Each share designated a "Non-Voting Share" shall have one

vote only in those specific instances where the Corporation is deciding whether or not it should act regarding any one or more of the following events:

- a. To sell, exchange, lease, mortgage, pledge, or otherwise transfer all or substantially all of the assets of the Corporation other than in the ordinary course of business;
- b. To cancel or otherwise limit rights to distributions or dividends with respect to "Non-Voting Shares" of the Corporation;
- c. Change the nature of the business of the Corporation; or
- d. To dissolve or wind up the affairs of the Corporation.

Each share of the Corporation's "Non-Voting Shares" shall be entitled to dividends when and as declared by the Board of Directors out of any funds legally available therefor and to receive the net assets of the Corporation upon dissolution, both at the same rate and upon the same basis as shares of the Corporation's "Voting Shares."

2. **Ownership Percentage of Each Owner.** The officers, directors, and shareholders of SBI are as follows:

NAME	POSITION	NUMBER OF SHARES	VOTING AND EQUITY INTEREST
Donald L. Jones	Pres., Treas., Director	10 (Voting)	50% Voting 33 $\frac{1}{3}$ % Equity
Kenneth L. Bazzle	None	10 (Voting)	50% Voting 33 $\frac{1}{3}$ % Equity
William F. Sanders	Secretary, Director	10 (Non-Voting)	0% Voting 33 $\frac{1}{3}$ % Equity

3. **Owners Who Will Work at the Proposed Station.** While none of SBI's owners will serve as employees of SBI at its proposed television station at Panama City Beach, Florida, each of the applicant's principals will devote time to the management, formulation, and

direction of the station's programming policies and decisions, commercial practices, personnel matters, and financial affairs of the station. The Board of Directors will hire an experienced and qualified management staff who will supervise the station's day-to-day operations and will report to the Board of Directors on a regular basis. Such reports to the Board will assure the Board's ongoing awareness of station policy and operations on a day-to-day basis. The Board of Directors will review all such reports at regularly scheduled meetings and specially called meetings of the Board of Directors and will issue directives to the station's management staff based upon its ongoing awareness of station operations, thereby merging legal responsibility and day-to-day performance, consistent with the underlying goals of the Commission's integration policy. The Board's supervision and participation in the management of the station proposed by SBI as described above will be maintained on a permanent basis. While none of the owners of SBI plan to withdraw from current employment in order to fulfill their responsibilities as set forth above, each will nevertheless dedicate as much time as necessary in order to fully implement their responsibilities and duties as shareholders and directors of the Corporation.

4. Other Media Interests. SBI does not own any interest in or connection with other media interests. Currently, Donald L. Jones serves as president, director, and 50% shareholder of Turner County Broadcasting Company, licensee of WNNQ(AM), Ashburn, Georgia. He is also president, director, and 50% voting shareholder (50% equity owner) of Genesis Broadcasting Corporation, permittee for a new FM station at Warner Robbins, Georgia on FM Channel 273A (BPH-900518MS). He is also the holder of a construction permit for a new FM station at Smithville, Georgia on FM Channel 295A (BPH-910503MP). As of the deadline for filing amendments as a matter of right in this proceeding (February 4, 1992), Mr. Jones also held construction permits for low power television stations at Daytona Beach, Cocoa Beach, Titusville, Sebastian, and St. Augustine, Florida.

William H. Sanders has the following interests:

- a. Secretary, Director, and 5% Shareholder of Downs Broadcasting, Inc., licensee of WXXF(FM), Prattville, Alabama;
- b. Director of Jones Intercable, Inc., a company which owns and operates cable systems in Alabama, Arizona, Arkansas, California, Colorado, Florida (not within area proposed by SBI), Georgia, Illinois, Kansas, Louisiana, Maryland, Michigan, Minnesota, Missouri, New Jersey, New Mexico, New York, North Carolina, Ohio, Oklahoma, Oregon, South Carolina, Texas, Virginia, and Wisconsin;
- c. Secretary, Treasurer, Director, and 80% Shareholder of Martin Media, Inc., general partner of Cal Valley Radio Limited Partnership, licensee of KVFX(FM), Manteca, California;
- d. Vice President, Director, and 50% Shareholder of Radeck Broadcasting, Inc., general partner of Big Sky Broadcasting Limited Partnership, licensee of KTVH(TV), Helena, Montana;
- e. 0.2% Shareholder of Turner Broadcasting System, Inc., parent company of WTBS(TV), Atlanta, Georgia;
- f. Director and 75% Shareholder of CDK Communications, Inc., corporate general partner of Kentucky Radio Limited Partnership, licensee of WTKT-AM-FM, Georgetown, Kentucky;
- g. 49% Shareholder of Picus Broadcasting Corporation, Inc., licensee of WZAZ(AM), Jacksonville, Florida and WZAZ-FM, Green Cove Springs, Florida;
- h. Secretary, Chairman of the Board, and 85% Shareholder of Chattanooga Radio, Inc., general partner of Tennessee Communications Limited Partnership, debtor-in-

possession, licensee of WNOO(AM), Chattanooga, Tennessee and WFXS(FM), Soddy-Daisy, Tennessee;

i. Less than 0.1% Shareholder of various publicly traded cable MSO's and newspaper owners; and

j. Secretary, Treasurer, Director, and 33⅓% Shareholder of KB Media, Inc., licensee of KYEL-TV, Yuma, Arizona.

As of the deadline for filing amendments as a matter of right in this proceeding (February 4, 1992), Tennessee Communications Limited Partnership served as licensee of WNOO(AM), Chattanooga, Tennessee and WFXS(FM), Soddy-Daisy, Tennessee directly and not as a debtor-in-possession.

Kenneth L. Bazzle has the following interests:

a. 16.7% limited partnership interest in Big Sky Broadcasting Limited Partnership, licensee of KTVH(TV), Helena, Montana;

b. 4.5% limited partnership interest in Lexington Radio Partnership, 50% limited partner of Kentucky Radio Limited Partnership, licensee of WT KT-AM-FM, Georgetown, Kentucky;

c. Vice President, Director and 95.46% Shareholder of Reliance Broadcasting, Inc., licensee of WBTR(FM), Carrollton, Georgia; and

d. 33⅓% Shareholder of KB Media, Inc., licensee of KYEL-TV, Yuma, Arizona.

5. Minority/Female Ownership Credit. SBI does not claim credit for minority or female ownership credit.

6. **Local Residence/Civic Involvement Credit.** SBI does not claim credit for local residence or civic involvement credit. It will, however, encourage each of its employees to participate in civic and community affairs.

7. **Previous Broadcast Experience Credit.** SBI does not claim credit for previous broadcast experience. However, as noted above, SBI will hire only qualified and experienced management-level employees who will supervise the day-to-day operations of the station proposed by SBI and will report to the Board of Directors on a regular basis.

8. **Daytimer Preference.** SBI will not claim a daytimer preference in the instant proceeding.

Respectfully submitted this 4th day of February, 1993.

SUNKISSED BROADCASTING, INC.

By: _____

Donald L. Jones
Donald L. Jones, President

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and exact copy of the foregoing Integration and Diversification Statement of Sunkissed Broadcasting, Inc. has been served, this 5th day of February, 1993, upon all counsel or parties as listed below at interest in this cause by delivering a true and exact copy to the offices of said counsel or parties or by placing a copy in the United States mail addressed to said counsel or parties at his/her office, with sufficient postage to carry it to its destination, or by special overnight courier.

Henry A. Solomon, Esq.
Haley, Bader & Potts
Suite 900
1450 North Fairfax Drive
Arlington, VA 22203-1633
Counsel to Beach TV Properties, Inc.

Honorable Joseph P. Gonzalez
Administrative Law Judge
Federal Communications Commission
2000 L Street N.W., Room 221
Washington, D.C. 20554

James Shook, Esq.
Hearing Branch
Mass Media Bureau
Federal Communications Commission
2025 M Street, N.W., Room 7212
Washington, D.C. 20554


Robert S. Stone